SURFACE TRANSPORTATION BOARD

MAY 0 1 106

ALVORD AND ALVORD

ATTORNEYS AT LAW

1050 SEVENTEENTH STREET, N.W.

SUITE 301

Washington, D.C.

ELIAS C. ALVORD (1942) ELLSWORTH C. ALVORD (1964) 20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

May 1, 2006

OF COUNSEL URBAN A. LESTER

Mr. Vernon A. Williams Secretary Surface Transportation Board Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination, dated as of April 26, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete lease termination and relates to the Memorandum of Lease previously filed with the Board under Recordation Number 22386.

The name and address of the party to the enclosed document are:

Lessor:

Bombardier Capital Rail Inc.

(f/k/a NorRail Inc.)

12735 Gran Bay Parkway West-Suite #1000

Jacksonville, Florida 32258

[Lessee:

Norfolk Southern Railway Company

110 Franklin Road

Roanoke, VA 24042-0072]

Mr. Vernon A. Williams May 1, 2006 Page 2

A description of the railroad equipment covered by the enclosed document is:

100 railcars: NS 470785 - NS 470884.

A short summary of the document to appear in the index is:

Notice of Termination.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/sem Enclosures

MAY 0 1 '06

2-59 PM

NOTICE OF TERMINATION

SURFACE TRANSPORTATION BOARD

The undersigned, BOMBARDIER CAPITAL RAIL INC. (formerly NorRail, Inc.), Lessor, publishes this notice that the instrument described in Exhibit A attached hereto has been terminated and shall be considered terminated of record as to all railcars described as being subject thereto.

Ainstrument to be executed by its officer thereunto duly authorized this 26th day of April, 2006.

BOMBARDIER CAPITAL RAIL INC.

(f/K/a NorRail, Ind), as hesso

By:

SS.

Richard S. Mitchell

Vice President & General Manager

STATE OF FLORIDA)
COUNTY OF DUVAL)

On this 26th day of April, 2006, before me appeared **Richard S. Mitchell**, to me sepersonally known, who, being duly sworn did say that he is the Vice President & General Manager of BOMBARDIER CAPITAL RAIL INC., and that said instrument was signed on a behalf said corporation by authority of its board of directors and he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Hatricia J. Smith NOTARY PUBLIC

My Commission Expires:

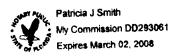


EXHIBIT A

Description of Instrument

Memorandum of Railcar Lease Agreement from Bombardier Capital Rail Inc. (formerly known as NorRail, Inc.), Lessor, to Norfolk Southern Railway Company, Lessee, dated as of August 28, 1999 and filed with the Surface Transportation Board on September 7, 1999 at 2:30 p.m. under Recordation Number 22386.

Railcars

NS 470785 through NS 470884, only

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the
District of Columbia, do hereby certify under penalty of perjury that I have compared the
attached copy with the original thereof and have found the copy to be complete and
identical in all respects to the original document.

Dated: 5 /1 /06

Robert W. Alvord